



CSX DISTRIBUTION SERVICES & CSX EQUIPMENT

Robert F. Hochwarth
Senior Counsel

100 North Charles Street
Baltimore, MD 21201
(301) 237-4605

May 6, 1988

RECORDATION NO. 8491-A Filed 1435

MAY 11 1988-11 15 AM

INTERSTATE COMMERCE COMMISSION

Date 5/11/88
Fee \$ 13.00

ICC Washington, D. C.

Secretary
Interstate Commerce Commission
Attention: Recordation Unit
12th Street & Constitution Avenue, N.W.
Washington, DC 20423

Gentlemen:

On behalf of CSX Transportation, Inc., enclosed for filing and recording under 49 U.S.C. §11303(a) and the regulations promulgated thereunder, are three executed counterparts of a secondary document, not previously recorded, entitled Instrument of Satisfaction and Release dated August 1, 1987.

The parties to the enclosed release are:

Citibank, N.A. (Vendor)
399 Park Avenue
New York, NY 10043

CSX Transportation, Inc. (Vendee)
Successor by merger to Louisville
and Nashville Railroad Company
100 North Charles Street
Baltimore, MD 21201

The enclosed document, among other things, terminates that certain Conditional Sale Agreement dated June 15, 1976 by and between Whittaker Corporation (Berwick Forge and Fabricating Division) and Louisville and Nashville Railroad Company and the Agreement and Assignment dated as of June 15, 1976, from Whittaker Corporation to Citibank, N.A., recorded with the Interstate Commerce Commission on September 27, 1976, at 10:20 a.m. and assigned Recordation No. 8491. Said document also releases all of the equipment under said Conditional Sale Agreement and Agreement and Assignment.

The units of equipment covered by the enclosed document are all units identified in the Conditional Sale Agreement and Agreement and Assignment. A short summary of the document to appear in the ICC Index is as follows:

"Full and Complete Release."

Enclosed is a check in the amount of \$13 in payment of the filing fee.

Once the filing has been made, please return to the undersigned a stamped copy of the Release not needed for your files, together with the fee receipt, a copy of the letter from the ICC acknowledging the filing, and an extra copy of this letter of transmittal.

Very truly yours,

R. J. Hochstadt

RFH/mw
Enclosures



CSX DISTRIBUTION SERVICES & CSX EQUIPMENT

Robert F. Hochwarth
Senior Counsel

100 North Charles Street
Baltimore, MD 21201
(301) 237-4605

May 6, 1988

RECORDATION NO. 8491-14

MAY 11 1988-11 15 AM

INTERSTATE COMMERCE COMMISSION

Secretary
Interstate Commerce Commission
Attention: Recordation Unit
12th Street & Constitution Avenue, N.W.
Washington, DC 20423

Gentlemen:

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The parties to the enclosed release are:

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The units of equipment covered by the enclosed document are all units identified in the Conditional Sale Agreement and Agreement and Assignment. A short summary of the document to appear in the ICC Index is as follows:

"Full and Complete Release."

CSX Distribution Services, CSX Equipment, CSX Rail Transport and American Commercial Lines
are units of CSX Transportation, Inc. and its affiliates.

Enclosed is a check in the amount of \$13 in payment of the filing fee.

Once the filing has been made, please return to the undersigned a stamped copy of the Release not needed for your files, together with the fee receipt, a copy of the letter from the ICC acknowledging the filing, and an extra copy of this letter of transmittal.

Very truly yours,

R. J. Hochstadt

RFH/mw
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

5/11/88

OFFICE OF THE SECRETARY

Robert F. Hochworth
Senior Counsel
CSX Transportation
100 North Charles Street
Baltimore, MD. 21201

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 5/11/88 at 11:15am, and assigned recordation number(s). 8491-A & 10807-A

Sincerely yours,

Nesta R. McEwen

Secretary

Enclosure(s)

ASSIGNMENT NO. 8491A FILE NO.

Counterpart No. 2
Of 4 Counterparts

MAY 11 1988-11 15 AM

INTERSTATE COMMERCE COMMISSION

INSTRUMENT OF SATISFACTION AND RELEASE dated as of August 1, 1987 by and between CITIBANK, N. A. (the "Bank"), and CSX TRANSPORTATION, INC., a Virginia corporation (the "Railroad") (successor to Louisville and Nashville Railroad Company).

WITNESSETH:

WHEREAS, by a Conditional Sale Agreement, dated as of June 15, 1976 (the "Conditional Sale Agreement") by and between Whittaker Corporation (Berwick Forge and Fabricating Division) (the "Vendor") and the Railroad, the Vendor agreed to construct, sell and deliver to the Railroad, on the terms and conditions therein set forth, the equipment described in Schedule B thereto (the "Equipment");

WHEREAS, by an Agreement and Assignment, dated as of June 15, 1976 (the "Assignment"), the Vendor sold, assigned, transferred and set over to the Bank, its successors and assigns, all their rights, titles and interests in and to the Equipment and the Conditional Sale Agreement;

WHEREAS, the Conditional Sale Agreement and Assignment were filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on September 27, 1976, at 10:20 a.m., and assigned Recordation No. 8491;

WHEREAS, Article 6 of the Conditional Sale Agreement provides that when the Railroad has paid the full

purchase price for all of the Equipment, together with interest, and performed all the covenants and conditions of the Conditional Sale Agreement, title to the Equipment shall pass to and vest in the Railroad, and the Railroad will be entitled to receive, upon request, an instrument whereby the Bank transfers its interest in and to the Equipment to the Railroad and releases its security interest in the Equipment; and

WHEREAS, the Railroad has made all payments and satisfied all of the covenants and conditions of the Conditional Sale Agreement and is therefore entitled to receive an instrument evidencing such transfer and release;

NOW, THEREFORE, in consideration of the mutual promises herein, and of Ten Dollars (\$10.00) paid to it by the Railroad, receipt of which is hereby acknowledged, the Bank does hereby (1) acknowledge satisfaction of all payments, covenants and conditions required of the Railroad under the Conditional Sale Agreement, (2) transfer all its right, title and interest and to the Equipment to the Railroad, including any additions or substitutions thereof, and (3) release its security interest in the Equipment.

The Railroad does hereby release and discharge the Bank from any and all liability arising under the Conditional Sale Agreement and Assignment.

The Railroad will cause this instrument to be filed and recorded with the Interstate Commerce Commission pursuant

STATE OF NEW YORK)
) SS:
COUNTY OF NEW YORK)

On this 28 day of January, 1988, before me personally appeared Peter Dillon, to me personally known, who being by me duly sworn, says that he is a Vice President of Citibank, N. A., that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Theresa Sudol
Notary Public

My Commission expires: 5/26/89.

NOTARIAL SEAL

THERESA SUDOL
Notary Public, State of New York
No. 41-4896581
Qualified in Queens County
Certificate Filed in New York County
Commission Expires May 26, 1989

STATE OF FLORIDA)
) SS:
COUNTY OF DUVAL)

On this 19th day of August, 1987, before me personally appeared H. L. Snyder, to me personally known, who, being by me duly sworn, says that he is a Vice President-CSX Rail Transport Group of CSX Transportation, Inc., that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Burda S. Kelly
Notary Public
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Oct. 5, 1989
Bonded thru Patterson - Becht Agency

My Commission expires: _____.

NOTARIAL SEAL